

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
SOUTHEASTERN DIVISION

In re:	§	Chapter 11
	§	
	§	Case No. 25-40976
23ANDME HOLDING CO., et al.,	§	(Joint Administration Requested)
	§	
Debtors. <sup>1</sup>	§	Hearing Date: March 26, 2025
	§	Hearing Time: 12:00 p.m. (Central Time)
	§	Hearing Location: Courtroom 5 North

**PROPOSED FIRST DAY AGENDA FOR HEARING  
ON MARCH 26, 2025 AT 12:00 P.M. (PREVAILING CENTRAL TIME)**

Location of Hearing: United States Bankruptcy Court for the Eastern District of Missouri, Thomas F. Eagleton U.S. Courthouse, before the Honorable Brian C. Walsh, Courtroom 5 North, 111 South 10<sup>th</sup> Street, St. Louis, MO 63102

In support of the following relief requested at the First-Day Hearing, the Debtors rely on the *Declaration of Matthew Kvarda, Chief Restructuring Office of 23andMe Holding Co. in Support of the Chapter 11 Petitions and First Day Motions* [ECF No. 32].

1. Joint Administration – Debtors’ Motion for Entry of an Order (I) Directing the Joint Administration of the Debtors’ Chapter 11 Cases and (II) Granting Related Relief.

Status: This matter is going forward.

2. Motion to Expedite – Debtors’ Motion for the Entry of an Order Scheduling an Expedited Hearing on First Day Motions Filed by the Debtors.

Status: This matter is going forward

3. Bidding Procedures – Debtors’ Motion for Entry of an Order (I) Approving Bidding Procedures for the Sale of the Debtors’ Assets, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: LPRXOne LLC (3447), 23andMe Holding Co (0344), 23andMe Pharmacy Holding Inc (4690) Lemonaid Community Pharmacy Inc (7330), Lemonaid Health Inc (6739), Lemonaid Pharmacy Holdings Inc (6500) LPharm CS LLC (1125), LPHARM INS LLC (9800), LPharm RX LLC (7746), LPRXThree LLC (3852), and LPRXTwo LLC (1595). The address of the Debtors’ principal place of business is 1015 Locust Street, Suite 420, St. Louis, MO 63101.

Manner of the Notice Thereof, (IV) Approving Procedures Regarding Entry Into Stalking Horse Agreement(s), if any, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (VII) Approving Procedures for the Sale, Transfer, or Abandonment of De Minimis Assets, and (VIII) Granting Related Relief.

Status: This matter is going forward.

4. Cash Management - Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing (A) Continued Use of Cash Management System, (B) Maintenance of Bank Accounts and Business Forms, (C) Performance of Intercompany Transactions, and (D) Certain Prepetition Obligations to be Honored; (II) Granting Administrative Expense Priority Status to Postpetition Intercompany Claims Against the Debtors; (III) Waiving Strict Compliance With 11 U.S.C. § 345(B) and Certain Operating Guidelines, as Applicable; and (IV) Granting Related Relief.

Status: This matter is going forward.

5. PC Obligations – Debtor's Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Honor and Incur Obligations Related to Non-Debtor Medical Corporations and (II) Granting Related Relief.

Status: This matter is going forward.

6. Customer Programs – Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Maintain and Administer Their Customer Programs and Honor Certain Prepetition Obligations Related Thereto and (II) Granting Related Relief.

Status: This matter is going forward.

7. Critical Vendors – Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Prepetition Claims of (A) Certain Critical Vendors, (B) Lien Claimants, (C) 503(B)(9) Claimants, and (D) Foreign Vendors, (II) Granting Administrative Expense Priority to and Authorizing the Payment of Outstanding Orders, and (III) Granting Related Relief.

Status: This matter is going forward.

8. Wages – Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Certain Prepetition Employee Wages and Benefits and (B) Continue Employee Benefits Programs and Pay Related Obligations and (II) Granting Related Relief.

Status: This matter is going forward.

9. Creditor Matrix/Schedule Extension – Debtors’ Motion for Order (I) Extending the Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases and Statements of Financial Affairs, (II) Extending the Time to Schedule the Meeting of Creditors; (III) Waiving the Requirements to File Equity Lists and Provide Notice to Equity Security Holders; (IV) Authorizing the Debtors to File (A) a Consolidated List of Counsel Representing Cyber Security Incident Claimants and (B) a Consolidated List of other Unsecured Creditors of the Debtors, (V) Authorizing the Debtors to Prepare a Consolidated and Redacted List of Creditor in Lieu of Submitting Separate and Reformatted Creditor Matrices for Each Debtor, (VI) Approving the Manner of Notifying Creditors of the Commencement of These Chapter 11 Cases, and (VII) Granting Related Relief.

Status: This matter is going forward.

10. Taxes – Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Taxes and Fees and (II) Granting Related Relief.

Status: This matter is going forward.

11. Insurance – Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Continue Prepetition Insurance Policies and Pay All Prepetition Obligations in Respect Thereof and (II) Granting Related Relief.

Status: This matter is going forward.

12. Kroll Retention - Debtors’ Application for Appointment of Kroll Restructuring Administration LLC as Claims and Noticing Agent and Administrative Advisor Effective as of the Petition Date.

Status: This matter is going forward.

13. Utilities – Debtors’ Motion for Entry of Interim and Final Orders (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies to Have Adequate Assurance of Future Payment, (III) Establishing Procedures for Determining Adequate Assurance of Payment, and (IV) Granting Related Relief.

Status: This matter is going forward.

14. NOL – Debtors’ Motion for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock of 23andMe Holding Co against Debtor and (II) Granting Related Relief.

Status: This matter is going forward.

15. Case Management - Debtors’ Motion for Entry of an Order (I) Establishing Certain Notice, Case Management, and Administrative Procedures and (II) Granting Related Relief.

Status: This matter is going forward.

16. Motion to File Under Seal – Debtors’ Motion for Entry of Order (I) Authorizing the Filing Under Seal of Confidential Personal Information and (II) Granting Related Relief.

Status: This matter is going forward.

17. DIP Loan – Debtors’ Motion for Entry of (I) an Order Authorizing (A) Entry Into and Performance Under the Binding DIP Term Sheet, Including Payment of the Commitment Fee and Work Fee Thereunder, and (B) Granting Related Relief and (II) an Order (A) Authorizing the Debtors to Obtain Postpetition Financing, Grant Liens, and Provide Superpriority Administrative Expense Claims, (B) Modifying the Automatic Stay, and (C) Granting Related Relief.

Status: This matter is going forward.

18. Carmody Retention - Debtor’s Application for Entry of an Order Authorizing the Employment and Retention of Carmody MacDonald P.C. as Bankruptcy Co-Counsel for the Debtors and Debtors in Possession Effective as of the Petition Date.

Status: This matter is going forward.

19. PW Retention – Debtor’s Application for Entry of Interim and Final Orders Authorizing the Retention and Employment of Paul, Weiss, Rifkind, Wharton & Garrison LLP as Attorneys for the Debtor and Debtors in Possession Effective as of the Petition Date.

Status: This matter is going forward.

20. Moelis Retention – Debtors’ Application for Entry of Interim and Final Orders Authorizing the Employment and Retention of Moelis & Company LLC as Investment Banker for the Debtors and Debtors in Possession Effective as of the Petition Date.

Status: This matter is going forward.

21. A&M Retention – Debtor’s Application for Entry of Interim and Final Orders (I) Authorizing the Employment and Retention of Alvarez & Marsal North America, LLC and (II) Designating Matthew E. Kvarda as Chief Restructuring Officer of the Debtors and Certain Additional Personnel, in Each Case, Effective as of the Petition Date.

22. GP Retention – Debtor’s Application for Entry of an Order Authorizing the Employment and Retention of Goodwin Procter LLP as Special Counsel on Behalf of and at the Sole Discretion of the Special Committee of the Board of Directors of 23andMe Holding Co., Effective as of the Petition Date.

Status: This matter is going forward.

23. LR Retention – Debtor’s Application for Entry of an Order Authorizing the Employment and Retention of Lewis Rice LLC as Special Local Counsel on Behalf of and at the Sole Discretion of the Special Committee of the Board of Directors of 23andMe Holding Co., Effective as of the Petition Date.

Dated: March 25, 2025  
St. Louis, Missouri

**Carmody MacDonald P.C.**  
/s/ Thomas H. Riske  
Thomas H Riske #61838MO  
Robert E. Eggmann #37374MO  
Nathan R. Wallace #74890MO  
120 S. Central Avenue, Suite 1800  
St. Louis, Missouri 63105  
Telephone: (314) 854-8600

Facsimile: (314) 854-8660  
Email: [thr@carmodymacdonald.com](mailto:thr@carmodymacdonald.com)  
[ree@carmodaymacdonald.com](mailto:ree@carmodaymacdonald.com)  
[nrw@carmodymacdonald.com](mailto:nrw@carmodymacdonald.com)

- and -

**PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP**

Paul M. Basta (*pro hac vice* pending)  
Christopher Hopkins (*pro hac vice* pending)  
Jessica I. Choi (*pro hac vice* pending)  
Grace C. Hotz (*pro hac vice* pending)  
1285 Avenue of the Americas  
New York, New York 10019  
Telephone: (212) 373-3000  
Facsimile: (212) 757-3990  
Email: [pbasta@paulweiss.com](mailto:pbasta@paulweiss.com)  
[chopkins@paulweiss.com](mailto:chopkins@paulweiss.com)  
[jchoi@paulweiss.com](mailto:jchoi@paulweiss.com)  
[ghotz@paulweiss.com](mailto:ghotz@paulweiss.com)

*Proposed Counsel to the Debtors and Debtors in  
Possession*